

Exhibit B

Device and Asset Transfer Agreement

Asiacom Americas Inc.

Address: 21400 Ridgetop Circle, Suite 180, Sterling, VA, 20166, USA

Telephone: +1(703)517-7818

Email: contact@asiacom-americas.com

CAMiWell Inc. (USA)

Address: 5201 Great America Pkwy., Suite 320, Santa Clara, CA, 95054, USA

Telephone: +1(571)388-8797

Email: byuan@camowell.com

Asiacom Americas Inc. (以下简称甲方) 与 CAMiWell Inc. (USA) (以下简称乙方), 就乙方部分电子设备及仪器, 以及部分办公家具等资产转让给甲方事宜, 经双方协商一致同意下述条款:

- 1 本协议有效期自 双方签字之日起至 甲方付款日 终止。
- 2 本协议签订后, 乙方负责提供转让设备和资产清单, 相关信息包括但不限于: 设备名称, 规格, 数量, 原始购买日期, 购买厂商, 购买价格, 购买发票(复印件), 存放地点等; 甲方负责设备及资产的现场核实清点。双方签字确认转让清单。
- 3 电子类设备及仪器的折旧年限按 5 年计算 (5 year straight line), 办公家具的折旧年限按 10 年计算 (10 year straight line)。实际转让价格按照折旧年限和原始购买价来计算。
- 4 电子类设备及仪器的转让日期为 2019 年 2 月 1 日, 办公家具的转让日期为 2019 年 5 月 1 日。
- 5 本协议的最终转让价格, 根据双方最终核实确认的设备及资产清单来计算。
- 6 乙方给甲方开具正规发票, 甲方在收到乙方发票后 30 天内, 一次性支付乙方设备及资产转让价格。
- 7 本协议一式二份, 经双方代表签字后生效。双方各执一份, 每份具有同等法律效力。
- 8 双方最终核实确认的设备及资产清单(含转让价格), 将作为本协议的附件, 和协议正文具有同等法律效力。

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Asiacom Americas Inc.

CAMiWell Inc. (USA)

Signature:



Name (print), Position:

Ben Tao Yuan, CEO

Date: 5/5/2019

Signature:



Name (print), Position:

Benlin Yuan, President

Date:



Attachment 1

Device/Asset Transfer List and Price
(from CAMIWell Inc USA to Asiacom Americas Inc)

CAMIWell Inc / 2019.08

Currency: USD												
#	Type	Device/Asset Name	Description / Specification	Seller	Purchase Date	Qty	Unit Price	Purchase Amount	Location	Transfer Date	Transfer Price	Remark
1	Laptop	Dell Inspiron13 laptop	Dell Inspiron13 laptop i7359	Microsoft Store	2016-03-30	2	\$803.66	\$1,607.31	CA	2019-02-01	\$696.50	5 year straight line
2	Laptop	Dell Inspiron13 laptop	Dell Inspiron13 laptop i7359	Microsoft Store	2016-04-01	1	\$740.94	\$740.94	VA	2019-02-01	\$321.07	5 year straight line
3	Laptop	Dell Inspiron13 laptop	Dell Inspiron13 laptop i7359	Microsoft Store	2016-06-20	1	\$708.79	\$708.79	CA	2019-02-01	\$342.58	5 year straight line
4	Laptop	Dell Inspiron 13 laptop	Dell Inspiron 7000 13.3" FHD (1920 x 1080) Touchscreen 2 in 1 convertible Laptop, Intel Core i76500U, 8GB, 256GB SSD, HDMI,	Amazon	2016-08-03	1	\$715.35	\$715.35	CA	2019-02-01	\$389.60	5 year straight line
5	Laptop	Dell Inspiron 13 laptop	Dell Inspiron 13 i7359 8408SLV Signature Edition 2 in 1 PC	Microsoft Store	2016-09-05	1	\$766.16	\$766.16	CA	2019-02-01	\$408.62	5 year straight line
6	Laptop	Dell Inspiron 13 laptop	Dell Inspiron 13 i7359 8408SLV Signature Edition 2 in 1 PC	Microsoft Store	2016-11-28	1	\$775.80	\$775.80	CA	2019-02-01	\$439.62	5 year straight line
7	Laptop	Dell Inspiron 13 laptop	Dell Inspiron i73598404SLV 13.3 Inch 2in1 Touchscreen Laptop (6th Generation Intel Core i7, 8 GB RAM, 256 GB SSD)	Amazon	2017-05-29	1	\$687.37	\$687.37	CA	2019-02-01	\$458.25	5 year straight line
8	Laptop	Adorama Laptop	Laptop for Label Printing	Adorama	2017-05-29	1	\$389.99	\$389.99	VA	2019-02-01	\$259.99	5 year straight line
9	Laptop	Dell Inspiron 13 laptop	Dell Inspiron i73598404SLV 13.3 Inch 2in1 Touchscreen Laptop (6th Generation Intel Core i7, 8 GB RAM, 256 GB SSD)	Amazon	2017-08-10	1	\$680.00	\$680.00	CA	2019-02-01	\$487.33	5 year straight line
10	Laptop	Lenovo FLEX 5 Laptop	Lenovo FLEX 5 14 Laptop Computer 7th Gen Intel i5	Costco	2017-11-07	2	\$847.99	\$1,695.98	VA	2019-02-01	\$1,300.25	5 year straight line
11	Laptop	Lenovo FLEX 5 Laptop	Lenovo FLEX 5 14 Laptop Computer 7th Gen Intel i5 256GB SSD 8GB DDR4 Integrated Intel HD Graphics 620 with Windows 10	Staples.com	2017-11-25	7	\$614.79	\$4,303.53	VA	2019-02-01	\$3,299.37	5 year straight line
12	Laptop	Dell Laptop	Dell i5379 Laptop	Costco	2017-12-04	1	\$741.99	\$741.99	VA	2019-02-01	\$581.23	5 year straight line
13	Laptop	Lenovo FLEX 5 Laptop	Lenovo FLEX 5 80XA0000US 14 Laptop Computer 7th Gen Intel i5 256GB SSD 8GB DDR4 Win 10 Integrated Intel HD Graphics 620	Staples.com	2018-02-27	5	\$614.79	\$3,073.95	VA	2019-02-01	\$2,510.39	5 year straight line
14	Laptop	Lenovo FLEX 5 Laptop	Lenovo FLEX 5 80XA0000US 14" Laptop Computer (7th Gen Intel i5, 256GB SSD, 8GB DDR4, Win 10 Integrated Intel HD Graphics 620)	Staples.com	2018-03-16	2	\$655.49	\$1,310.98	CA	2019-02-01	\$1,092.48	5 year straight line
15	Laptop	Lenovo Laptop	Lenovo ThinkPad Laptop	Costco	2018-06-27	1	\$1,589.99	\$1,589.99	VA	2019-02-01	\$1,404.49	5 year straight line
16	Laptop	Lenovo Flex6 Laptop	Lenovo Flex 6 Series 2-in-1 Touchscreen Laptop - Intel Core i3	Costco.com	2018-09-15	2	\$559.94	\$1,119.87	VA	2019-02-01	\$1,045.21	5 year straight line
17	Laptop	Lenovo Flex6 Laptop	Lenovo Flex6 Laptop	Costco	2018-09-19	6	\$529.99	\$3,179.94	VA	2019-02-01	\$2,987.94	5 year straight line
18	Laptop	Lenovo Flex6 Laptop	Lenovo Flex6 Laptop	Costco	2018-09-22	6	\$529.99	\$3,179.94	VA/CA	2019-02-01	\$2,987.94	5 year straight line
19	Monitor	Sony Monitor	SONY - 1000X MKII Monitor	Bestbuy	2018-03-18	1	\$370.99	\$370.99	VA	2019-02-01	\$309.16	5 year straight line
20	Printer	HP Printer	HP - LaserJet Pro m402n Black-and-White Printer - Gray	BestBuy.com	2017-11-18	3	\$169.59	\$508.77	VA	2019-02-01	\$390.06	5 year straight line
21	Printer	HP Printer	HP LaserJet PrinterMFP M28	Bestbuy	2018-03-18	1	\$349.79	\$349.79	VA	2019-02-01	\$291.49	5 year straight line
22	Fiber Tester	Fluke SM Fiber Tester	Fluke Networks FTK2000 SimpleFiber Pro Singlemode Fiber Verification Kit, Fiber Tester	Amazon	2018-03-02	1	\$2,760.23	\$2,760.23	VA	2019-02-01	\$2,300.19	5 year straight line
23	Fiber Tester	Fluke MPO Tester	Fluke Networks MFTK1400 MultiFiber Pro Testing and Inspection Kit Capacity Size	Amazon	2018-10-24	1	\$10,290.59	\$10,290.59	VA	2019-02-01	\$9,776.06	5 year straight line
24	Office Furniture	Office Chair	Bonum Executive Office Chair Thick Padding Big & Tall 500lb	Amazon	2018-06-02	1	\$208.98	\$208.98	VA	2019-05-01	\$191.57	10 year straight line
25	Office Furniture	Office Chair / Desk	Mesh Task Chair Chairs: 4, Desk:5	Costco	2018-06-02	1	\$1,199.40	\$1,199.40	VA	2019-05-01	\$1,089.45	10 year straight line
26	Office Furniture	Office White board (small)	Quartet Whiteboard, 3' x 4' Dry Erase Board, White Board with Aluminum Frame	Amazon	2018-06-07	1	\$66.77	\$66.77	VA	2019-05-01	\$61.21	10 year straight line
27	Office Furniture	Office White board	Quartet Whiteboard, 4' x 6', Aluminum Frame	Amazon	2018-07-16	1	\$159.00	\$159.00	VA	2019-05-01	\$147.08	10 year straight line
28	Office Furniture	Boarding room table	Modern Boat Shaped 10' Feet Conference Table, OF-CON-C57	Amazon	2018-08-24	1	\$1,399.00	\$1,399.00	VA	2019-05-01	\$1,305.73	10 year straight line
29	Office Furniture	Office Chairs	Mesh Task Chair : 6	Costco	2018-08-24	6	\$81.50	\$489.02	VA	2019-05-01	\$456.42	10 year straight line
											Total	\$37,281.29

Asiacom Americas Inc.

CAMIWell Inc. (USA)

Name (print), Position:
Benlin Yuan, President

Signature:
Date:

Name (print), Position:
Ben Tao Yuan, CEO

Signature:
Date:

9/5/2019

[Signature]
09/05/2019

CERTIFICATION

I, Connie Chen, am a court interpreter/translator, California Judicial Council #700105, member of American Translators' Association (ATA); Northern California Translators' Association (NCTA) and National Judicial Interpreters and Translators (NAJIT).

I certified that I have reviewed the following English translation along with their corresponding Simplified Chinese documents pertaining to Asiacom Americas Inc. (USA) and CAMiWell Inc., that were provided to me for accuracy and correctness to the best of my knowledge and abilities.

Email correspondences dated November 20, 2018 between Benlin Yuan and Feng Wang;

I declare under penalty of perjury under the laws of the State of California that the foregoing is true and correct. This Certification is signed on the 23rd day of June, 2024, County of Santa Clara, State of California.

Connie Chen

Connie Chen
Judicial Council # 700105

Device and Asset Transfer

Agreement

Asiacom Americas Inc.

Address: 21400 Ridgetop Circle, Suite 180, Sterling, VA, 20166, USA

Telephone: +1(703)517-7818

Email: contact@asiacom-americas.com

CAMiWell Inc. (USA)

Address: 5201 Great America Pkwy., Suite 320, Santa Clara, CA, 95054, USA

Telephone: +1(571)388-8797

Email: byuan@camiwell.com

Asiacom Americas Inc. (hereinafter referred to as Party A) and CAMiWell Inc. (USA) (hereinafter referred to as referred to as Party B), agree to the following terms and conditions regarding transfer part of Party B's electronic devices and equipment, and part of the assets such as furniture to Party A:

1. This agreement is effective from the date of both parties' signatures to the date when Party A pays the money.
2. After execution of this Agreement, Party B shall be responsible for providing an inventory list of equipment and asset transferred, relevant information shall include but not limited to, equipment's name, model, number, original date of purchase, vendor, purchase price, purchase invoice (copy), storage location; Party A shall be responsible for check inventory on site, and both parties will sign off the inventory list.
3. The amortization of electronic devices will be calculated based on 5 year (5 year straight line), amortization for office furniture will be calculated based on 10 years (10 year straight line). Actual transfer price will be calculated based on amortization years and original purchase price.
4. The transfer date for electronic equipment was February 1, 2019, office furniture transfer date was May 1, 2019.
5. The final transfer price in this Agreement, will be calculated based on final confirmed equipment and asset inventory list.
6. Party B will issue formal invoice to Party A. Party A will pay, within 30 days up receipt of Party B invoice, one time transfer price for Party B equipment and asset.
7. This Agreement has two copies, and will become effective upon execution by both parties. Each party will keep one copy, and each copy has same legal effect.
8. The final confirmed inventory list (including transfer price), will be an attachment to this Agreement, with same legal effect as the main agreement.

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Asiacom Americas Inc.

CAMiWell Inc. (USA)

Signature:

Signature:

Name (print), Position:

Name (print), Position:

Ben Tao Yuan, CEO

Benlin Yuan, President

Date: 5/5/2019

Date:

05/05/2019
